

**EXHIBIT D**

**Purchaser Declaration**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. No. \_\_\_\_

**DECLARATION OF YUZO KANO IN SUPPORT OF MOTION OF DEBTORS FOR  
ENTRY OF AN ORDER (I) AUTHORIZING AND APPROVING SALE OF DEBTORS'  
INTERESTS IN FTX JAPAN K.K. FREE AND CLEAR OF ALL LIENS, CLAIMS,  
INTERESTS AND ENCUMBRANCES; (II) AUTHORIZING AND APPROVING FTX  
JAPAN HOLDING K.K.'S ENTRY INTO, AND PERFORMANCE UNDER, THE  
PURCHASE AND SALE AGREEMENT; (III) DISMISSING THE CHAPTER 11 CASE  
OF FTX JAPAN K.K. EFFECTIVE AS OF CLOSING; AND (IV) GRANTING  
RELATED RELIEF**

I, Yuzo Kano, hereby declare as follows:

1. I am a Representative Director and Chief Executive Officer of bitFlyer Holdings, Inc., a company incorporated under the laws of Japan ("Purchaser").

2. I co-founded bitFlyer, Inc. in 2014 and have been a Representative Director and Chief Executive Officer of bitFlyer Holdings, Inc. since March 30, 2023. I am also Representative Director of bitFlyer, Inc., Representative Director of bitFlyer Blockchain and Director of bitFlyer USA, Inc.

3. I submit this declaration (this "Declaration") in support of the *Motion of Debtors for Entry of an Order (I) Authorizing and Approving Sale of Debtors' Interests in FTX Japan K.K. Free and Clear of All Liens, Claims, Interests and Encumbrances; (II) Authorizing*

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<sup>1</sup> The last four digits of FTX Trading Ltd.'s and Alameda Research LLC's tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson's Commercial Complex, Friars Hill Road, St. John's, Antigua and Barbuda.

*and Approving FTX Japan Holding K.K.'s Entry Into, and Performance Under, the Purchase and Sale Agreement; (III) Dismissing the Chapter 11 Case of FTX Japan K.K. Effective as of Closing; and (IV) Granting Related Relief (the "Motion").*<sup>2</sup>

4. Except as otherwise indicated, all facts set forth in this Declaration are based upon (i) my personal knowledge, information and belief, or my opinion based upon experience, knowledge and information concerning Purchaser, and the negotiations relating to the Sale Transaction and the Agreement, and/or (ii) information supplied by employees of Purchaser working with me and/or under my direct supervision in connection with the negotiations relating to the Sale Transaction and the Agreement.

5. I am over the age of 18 and authorized to submit this Declaration on behalf of Purchaser. I am not being compensated for this testimony other than through regular compensation in connection with my position at Purchaser; I received no payments specifically payable on account of this testimony. If I were called upon to testify, I could and would testify competently to the facts set forth in this Declaration.

6. Purchaser negotiated the terms and conditions of the Agreement at arm's length without any indication of fraud or collusion between Seller and Purchaser. Purchaser is not an "insider" of the Debtors as that term is defined in section 101(31) of the Bankruptcy Code. Purchaser has not engaged in any conduct that would indicate or constitute a lack of good faith.

7. Purchaser would not have entered into the Agreement and will not consummate the Sale Transaction if the Interests were not transferred to Purchaser free and clear of all Liens (other than Permitted Encumbrances).

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Order.

8. Purchaser's willingness to consummate the Sale Transaction is premised on taking full operational control of FTX Japan at closing of the Sale Transaction without the overhang of the Chapter 11 Case. Purchaser would not have entered into the Agreement and would not consummate the Sale Transaction if the Chapter 11 Case of FTX Japan were not dismissed effective upon the transfer of the Interests.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: June 20, 2024.

/s/ Yuzo Kano

Yuzo Kano

Representative Director and Chief Executive  
Officer

bitFlyer Holdings, Inc.